

**UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

FIELDWOOD ENERGY III LLC, *et al.*,<sup>1</sup>

Post-Effective Date Debtors.

Chapter 11

Case No. 20-33948 (MI)

(Jointly Administered)

**ORDER GRANTING ALIXPARTNERS, LLP'S JOINT (I) FOURTH INTERIM  
FEE APPLICATION FOR THE PERIOD MAY 21, 2021 THROUGH  
AUGUST 27, 2021 AND (II) FINAL FEE APPLICATION FOR THE PERIOD  
AUGUST 3, 2020 THROUGH AUGUST 27, 2021 FOR ALLOWANCE OF  
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES INCURRED  
AS FINANCIAL ADVISOR TO THE CHAPTER 11 DEBTORS**

Upon the fee application (the "Final Application")<sup>2</sup> of AlixPartners, LLP ("AlixPartners"), financial advisor to Fieldwood Energy LLC and its debtor affiliates (collectively, the "Debtors") through the Effective Date and currently counsel for certain of the post-effective date debtors in the

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<sup>1</sup> The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the "Post-Effective Date FWE I Subsidiaries") are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

chapter 11 cases jointly administered under Case No. 20-33948, for entry of an order (this “Order”): approving *AlixPartners, LLP’S Joint (I) Fourth Interim Fee Application for the Period May 1, 2021 through August 27, 2021* and (ii) *Final Fee Application for the Period August 3, 2020 through August 27, 2021 for Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses Incurred as Financial Advisor to the Chapter 11 Debtors*; and the Court having jurisdiction over the Final Application; and due and adequate notice of the Final Application having been given pursuant to the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; and the Court having read and considered the Final Application; objections to the Final Application, if any of counsel, if any; and any objections to the Final Application having been resolved or overruled; and after due deliberation and for good cause shown,

it is HEREBY ORDERED THAT:

1. The Final Application is granted as set forth herein.
2. AlixPartners is hereby awarded, on an interim basis, an allowance of \$1,993,955.00 as compensation for professional services rendered, and \$13,792.98 for reimbursement of out-of-pocket expenses incurred during the Fourth Interim Period;
3. AlixPartners is hereby awarded, on a final basis, an allowance of \$6,897,942.50 (including a Holdback in the amount of \$298,791.00) as compensation for professional services rendered, and \$53,122.70 for reimbursement of out-of-pocket expenses incurred during the Final Period;
4. The Post-Effective Date Debtors are hereby authorized and directed to pay AlixPartners the outstanding amount of \$1,034,091.78;

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

5. The Post-Effective Date Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

6. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: \_\_\_\_\_, 2021  
Houston, Texas

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MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE